

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 19 March 2018 (the “Prospectus”) issued by Wang Yang Holdings Limited (the “Company”).

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.

Wang Yang Holdings Limited

泓盈控股有限公司

(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

Total Number of Offer Shares	: 66,000,000 Shares
Number of Public Offer Shares	: 6,600,000 Shares (subject to reallocation)
Number of Placing Shares	: 59,400,000 Shares (subject to reallocation)
Offer Price	: HK\$1.5 per Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollar and subject to refund)
Nominal value	: HK\$0.01 per Share
Board lot	: 2,000 shares
Stock code	: 1735

Sponsor



Bookrunner and Lead Manager



Easy One Securities Limited

Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to Share Offer (including any Shares which may be issued pursuant to the Capitalisation Issue and the exercise of any options that may be granted under the Share Option Scheme). Assuming the Public Offer becomes unconditional on or before 8:00 a.m. (Hong Kong time) on Thursday, 29 March 2018, it is expected that dealings in the Shares on the Stock Exchange commence at 9:00 a.m. (Hong Kong time) on Thursday, 29 March 2018.

The Share Offer comprises the Public Offer of initially 6,600,000 Shares (subject to reallocation), representing 10% of the Offer Shares, and the Placing of initially 59,400,000 Shares (subject to reallocation), representing 90% of the Offer Shares. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to adjustment as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus. In particular, the Bookrunner may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with the Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 13,200,000 Offer Shares).

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price is HK\$1.5 per Share. Applicants for the Public Offer Shares under Public Offer are required to pay in full, upon application, the Offer Price of HK\$1.5 per Offer Share (plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

Applicants who would like to have the allotted Public Offer Shares issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Monday, 19 March 2018 until 12:00 noon on Thursday, 22 March 2018 from:

(i) the following office of the Bookrunner and the Lead Manager:

Easy One Securities Limited

Room 2108–2109, 21/F
Wing On Centre
111 Connaught Road
Central, Hong Kong

(ii) the following office of the Sponsor:

Dakin Capital Limited

Room 2701, 27/F
Tower 1, Admiralty Centre
18 Harcourt Road
Admiralty
Hong Kong

(iii) any of the following branches of Industrial and Commercial Bank of China (Asia) Limited, the receiving bank for the Public Offer:

District	Branch Name	Address
Hong Kong Island	Fortress Hill Branch	Shop A–C, G/F Kwong Chiu Terrace 272–276 King’s Road, Hong Kong
Kowloon	Shamshuipo Branch	G/F, 290 Lai Chi Kok Road Shamshuipo, Kowloon
	Oi Man Branch	Shop F18 & F19 Oi Man Plaza, Oi Man Estate Homantin, Kowloon
New Territories	Tai Hing Branch	Shop 21–23 Tai Hing Commercial Complex Tai Hing Estate Tuen Mun, New Territories
	Tai Po Branch	Shop F, G/F Mee Fat Building No 34–38 Tai Wing Lane Tai Po, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 19 March 2018 until 12:00 noon on Thursday, 22 March 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have **YELLOW** Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited — Wang Yang Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

9:00 a.m. to 5:00 p.m., Monday, 19 March 2018
9:00 a.m. to 5:00 p.m., Tuesday, 20 March 2018
9:00 a.m. to 5:00 p.m., Wednesday, 21 March 2018
9:00 a.m. to 12:00 noon, Thursday, 22 March 2018

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 22 March 2018, the last application day or such later time as described in "How to Apply for the Public Offer Shares — 9. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

9:00 a.m. to 8:30 p.m.⁽¹⁾, Monday, 19 March 2018
8:00 a.m. to 8:30 p.m.⁽¹⁾, Tuesday, 20 March 2018
8:00 a.m. to 8:30 p.m.⁽¹⁾, Wednesday, 21 March 2018
8:00 a.m.⁽¹⁾ to 12:00 noon, Thursday, 22 March 2018

Note:

1. These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 19 March 2018 until 12:00 noon on Thursday, 22 March 2018.

Please refer to the sections headed "Structure and Conditions of the Share Offer" and "How to Apply for the Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce the level of indication of interest under the Placing, the level of applications in respect of the Public Offer and the results and basis of allocation under the Public Offer on or before Wednesday, 28 March 2018 on the Company's website at www.wangyang.com.hk and the website of the Stock Exchange at www.hkexnews.hk, respectively. The results of allocations of the Public Offer and the Hong Kong Identity Card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer will be made available through a variety of channels at the times and dates and in the manner as described in the section headed "How to Apply for the Public Offer Shares — 10. Publication of Results" in the Prospectus.

Applications for the Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms. The Share Offer is conditional upon the fulfillment of the conditions as set out in the paragraph headed “Structure and Conditions of the Share Offer — Conditions of the Share Offer” of the Prospectus. If any of such conditions has not been fulfilled or waived in accordance with the terms and conditions of the Underwriting Agreements prior to the time(s) and date(s) specified therein, the Share Offer will lapse and the Stock Exchange will be notified immediately. Notice of lapse of the Share Offer will be caused to be published by our Company on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.wangyang.com.hk the next business day following such lapse. In such event, all application monies will be refunded, without interest. If an application is rejected, not accepted or accepted in part only, or if any application is revoked, the application monies, or the appropriate portion thereof together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee will be refunded without interest.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid certificates of title at 8:00 a.m. on Thursday, 29 March 2018 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting arrangements and expenses — Grounds for termination” in the Prospectus has not been exercised.

Assuming that the Share Offer becomes unconditional in all respects and the Underwriting Agreements are not terminated in accordance with their respective terms at or before 8:00 a.m. (Hong Kong time) on Thursday, 29 March 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Thursday, 29 March 2018. The Shares will be traded in board lots of 2,000 Shares each under the stock code 1735.

By order of the Board
Wang Yang Holdings Limited
Tsui Kwok Ying
Chairman and non-executive Director

Hong Kong, 19 March 2018

As at the date of this announcement, the Board comprises Mr. Ng Chi Bun Benjamin and Ms. Ng Chung Yan May as executive Directors, Ms. Tsui Kwok Ying (Chairman) as non-executive Director, and Mr. Yau Chung Hang, Mr. Pong Kam Keung and Mr. Lo Ki Chiu as independent non-executive Directors.

This announcement is available for viewing on the Company’s website at www.wangyang.com.hk and the website of the Stock Exchange at www.hkexnews.hk.